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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

13712-B
NOV 2 1992 -2:45 PM
INTERSTATE COMMERCE COMMISSION

OF COUNSEL
URBAN A. LESTER

November 2, 1992

2-307A058

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) fully executed and acknowledged copies of a Satisfaction and Discharge of an Equipment Trust Agreement, Series "M" dated August 1, 1982, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to an Equipment Trust Agreement dated as of August 1, 1982 between City Bank, N.A. and ACF Industries, Incorporated which was filed and recorded on July 29, 1982 at 1:45 p.m. and assigned Recordation Number 13712.

The names and addresses of the parties to the enclosed document are:

Trustee: Fleet National Bank,
successor trustee for City Bank, N.A.
111 Westminister Street
Providence, Rhode Island

Company: ACF Industries, Incorporated
3301 Rider Trail South
Earth City, Missouri 63045

NOV 2 2 43 PM '92
MOTOR OPERATING UNIT

13712-B

Counter parts - [Signature]

Mr. Sidney L. Strickland, Jr.
November 2, 1992
Page Two

Also enclosed is a check in the amount of \$16 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return two (2) stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

"Full satisfaction and discharge.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

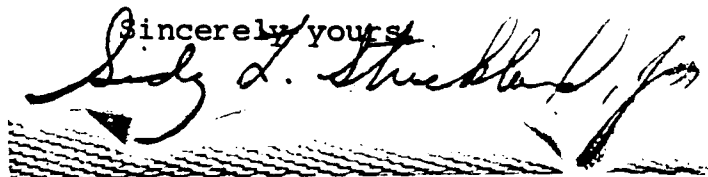
11/2/92

OFFICE OF THE SECRETARY

Alvord And Alvord
918 16th Street, NW
Ste. 200
Washington, DC. 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/2/92 at 2:45PM, and assigned re-recording number(s). 13712 B.

Sincerely yours,

Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO.

FILED 1425

NOV 2 1992 - 2 45 PM

INTERSTATE COMMERCE COMMISSION

SATISFACTION AND DISCHARGE
OF
EQUIPMENT TRUST AGREEMENT, SERIES "M"
DATED AUGUST 1, 1982
BETWEEN
FLEET NATIONAL BANK
AND
ACF INDUSTRIES, INCORPORATED

WHEREAS, all amounts due under a certain Equipment Trust Agreement dated as of August 1, 1982, as supplemented and amended by certain Supplemental Agreements (the "Agreement"), made by and between FLEET NATIONAL BANK, (the "Trustee"), and ACF INDUSTRIES, INCORPORATED (the "Company"), have been duly paid by the Company pursuant to the terms thereof;

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission under 49 U.S.C. Section 11303 and assigned Recordation No. 13712 and

WHEREAS, the Company has performed all its other obligations under the Agreement and has accordingly requested the Trustee to execute and deliver this instrument;

NOW THEREFORE, FLEET NATIONAL BANK, as Trustee under the Agreement, does hereby DECLARE AND CERTIFY that the Agreement has been SATISFIED AND DISCHARGED and the Trustee does hereby release and transfer to the Company, its successors and assigns, all its title and property in and to the railroad equipment held by it as Trustee pursuant to the Agreement, free of all liens and encumbrances created or retained thereby.

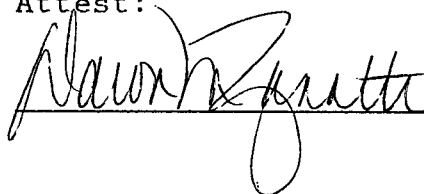
IN WITNESS WHEREOF, FLEET NATIONAL BANK, as Trustee under the Agreement, has caused this instrument to be executed in its name by one of its officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this day of *October 19th*, 1992.

FLEET NATIONAL BANK
Trustee

By:  _____

(Corporate Seal)

Attest:

 _____

STATE OF RHODE ISLAND)
CITY OF PROVIDENCE)

On the 19TH day of OCTOBER, 1992, before me personally came DAVID GILLIGAN, to me known, who, being by me duly sworn, did depose and say that (s)he is ASST VICE PRESIDENT of FLEET NATIONAL BANK, the corporation described in and which executed the foregoing instrument and knows the seal of said corporation; that the seal on the foregoing instrument is such seal and that it was affixed by order of the Board of Directors of said corporation; and that (s)he signed his or her name thereto by like order.

Notary Public

My commission expires:

My Commission Expires August 1, 1993